

<i>SERFF Tracking Number:</i>	<i>MASS-127069434</i>	<i>State:</i>	<i>Arkansas</i>
<i>Filing Company:</i>	<i>Massachusetts Mutual Life Insurance Company</i>	<i>State Tracking Number:</i>	<i>48190</i>
<i>Company Tracking Number:</i>	<i>SL14END2-2011</i>		
<i>TOI:</i>	<i>L09I Individual Life - Flexible Premium</i>	<i>Sub-TOI:</i>	<i>L09I.001 Single Life</i>
	<i>Adjustable Life</i>		
<i>Product Name:</i>	<i>SL14-2011</i>		
<i>Project Name/Number:</i>	<i>SL14END2-2011/SL14END2-2011</i>		

Filing at a Glance

Company: Massachusetts Mutual Life Insurance Company

Product Name: SL14-2011

SERFF Tr Num: MASS-127069434 State: Arkansas

TOI: L09I Individual Life - Flexible Premium

SERFF Status: Closed-Approved- State Tr Num: 48190

Adjustable Life

Closed

Sub-TOI: L09I.001 Single Life

Co Tr Num: SL14END2-2011

State Status: Approved-Closed

Filing Type: Form

Reviewer(s): Linda Bird

Authors: Robin Perez, Jennifer

Disposition Date: 03/10/2011

Dube, Nick Sheehan

Date Submitted: 03/08/2011

Disposition Status: Approved-Closed

Implementation Date Requested: On Approval

Implementation Date:

State Filing Description:

General Information

Project Name: SL14END2-2011

Status of Filing in Domicile: Pending

Project Number: SL14END2-2011

Date Approved in Domicile:

Requested Filing Mode: Review & Approval

Domicile Status Comments:

Explanation for Combination/Other:

Market Type: Individual

Submission Type: New Submission

Individual Market Type:

Overall Rate Impact:

Filing Status Changed: 03/10/2011

State Status Changed: 03/10/2011

Deemer Date:

Created By: Jennifer Dube

Submitted By: Jennifer Dube

Corresponding Filing Tracking Number:
SL14END2-2011

Filing Description:

Massachusetts Mutual Life Insurance Company

NAIC#: 435-65935

FEIN #: 04-1590850

Forms: SL14END2-2011 Modification to Policy Provisions Endorsement

The above referenced endorsement is being filed for your Department's review and approval. This form will be issued

<i>SERFF Tracking Number:</i>	<i>MASS-127069434</i>	<i>State:</i>	<i>Arkansas</i>
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with MassMutual's policy form SL14-AR-2009, an individual Flexible Premium Variable Adjustable Life Insurance Policy, which was approved by your Department on July 15, 2008. The policies are offered for sale on a private placement basis only to persons who are "Accredited Investors" as that term is defined in Rule 501(a) of Regulation D promulgated by the Securities and Exchange Commission (the "SEC") under the 1933 Act or to "Qualified Purchasers" as that term is defined in Section 2(a)(51) of the 1940 Act. This Endorsement will replace ENDSL14-2010 which was previously approved by your Department on January 18, 2011. The form was never issued by Massachusetts Mutual Life Insurance Company.

The purpose of the endorsement is to change the method for calculation of the death benefit for private placement life insurance policies that are invested in hedge funds that have delayed liquidity. The existing policy form provides that the death benefit calculation and payment will be delayed until all of the underlying investments are liquid. The new endorsement will use the reported value of all investments as of the date of death of the insured to calculate the death benefit. This will allow for more prompt payment of death claims and is consistent with the applicable reinsurance treaties covering these policies. This is also consistent with the method of valuing underlying investments for registered variable life insurance policies.

The required certifications and fees if applicable are enclosed. Please direct all correspondence and questions regarding this filing to my attention. Thank you for your assistance.

Company and Contact

Filing Contact Information

Jennifer Dube, Compliance Assistant	JenniferDube@massmutual.com
1295 State Street	860-562-3685 [Phone] 23685 [Ext]
MIP: M381	860-562-6109 [FAX]
Springfield, MA 01111-0001	

Filing Company Information

Massachusetts Mutual Life Insurance Company	CoCode: 65935	State of Domicile: Massachusetts
1295 State Street	Group Code: 435	Company Type:
MIP: M381	Group Name:	State ID Number:
Springfield, MA 01111	FEIN Number: 04-1590850	
(800) 767-1000 ext. [Phone]		

Filing Fees

SERFF Tracking Number: MASS-127069434 State: Arkansas
Filing Company: Massachusetts Mutual Life Insurance Company State Tracking Number: 48190
Company Tracking Number: SL14END2-2011
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Fee Required? Yes
Fee Amount: \$75.00
Retaliatory? Yes
Fee Explanation:
Per Company: No

COMPANY	AMOUNT	DATE PROCESSED	TRANSACTION #
Massachusetts Mutual Life Insurance Company	\$75.00	03/08/2011	45363943

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Correspondence Summary

Dispositions

Status	Created By	Created On	Date Submitted
Approved-Closed	Linda Bird	03/10/2011	03/10/2011

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Disposition

Disposition Date: 03/10/2011

Implementation Date:

Status: Approved-Closed

Comment:

Rate data does NOT apply to filing.

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Schedule	Schedule Item	Schedule Item Status	Public Access
Supporting Document	Flesch Certification		No
Supporting Document	Application		No
Supporting Document	Health - Actuarial Justification		No
Supporting Document	Outline of Coverage		No
Supporting Document	Statement of Variability		Yes
Form	Endorsement Modification of Policy Provisions		Yes

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TOI: L09I Individual Life - Flexible Premium Sub-TOI: L09I.001 Single Life Adjustable Life

Product Name: SL14-2011

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Form Schedule

Lead Form Number:

Schedule Item Status	Form Number	Form Type Form Name	Action	Action Specific Data	Readability	Attachment
	SL14END2-2011	Policy/Cont Endorsement ract/Fratern Modification of Policy al Provisions Certificate: Amendmen t, Insert Page, Endorseme nt or Rider	Initial			SL14 Revised Endorsement. pdf

ENDORSEMENT

Modification of Policy Provisions

This Policy was changed before it was signed by Us.

1. In **Part 1. Defined Terms and Important Concepts of this Policy** the following changes are made:

- (i) The definition of the term "In Force" is modified by restating the first sentence in the second paragraph as follows:

This policy will continue In Force until the earlier of the death of the Insured or the effective date of your surrender of the policy, provided:

2. In **Part 4. Life Benefits**, the following changes are made:

- (i) The paragraph appearing in the section entitled "Right to Surrender" is replaced in its entirety with the following:

This policy may be surrendered for its Cash Surrender Value. If You have any Policy Account Value allocated to any division that requires advance notice for withdrawals, You must provide Us with advance notice in Good Order of Your intent to surrender the policy sufficient for Us to provide the advance notice for withdrawals from the applicable division(s) as set forth on the Schedule Pages. Surrender will be effective on the last applicable Liquidity Date of the applicable divisions. After the effective date of surrender of the Policy, it will no longer be In Force. If You have allocated Policy Account Value to more than one division and they have different Liquidity Dates, We will process partial withdrawals of Policy Account Value on the Liquidity Dates for the applicable divisions, continue to deduct Monthly Charges and reduce the Selected Face Amount as described below under Requesting Withdrawals. On the last applicable Liquidity Date, the surrender will be effective, death benefit coverage will cease, and We will pay the final surrender proceeds within seven (7) days of the last applicable Liquidity Date.

3. In **Part 5. The Death Benefit**, the following changes are made:

- (i) In the section entitled "Policy Liquidation Value" the first sentence of the second paragraph is replaced in its entirety with the following:

We determine the value of each division of the Separate Account as of each division's most recent Valuation Date on or preceding the date of the Insured's death.

- (ii) In the section entitled “Minimum Face Amount”, the first paragraph of the example is replaced in its entirety with the following:

The date of death is May 15, 20X2. The Minimum Face Amount is determined using the Valuation Dates of April 30, 20X2 for divisions that have the last business day of the calendar month as their Asset Valuation Date (assuming that April 30, 20X2 is a business day) and May 15, 20X2 for divisions that have each day the New York Stock Exchange is open for trading as their Asset Valuation Date (assuming the New York Stock Exchange is open for trading on May 15, 20X2). Using these Valuation Dates, the Policy Liquidation Value as of May 15, 20X2 is \$500,000.

- (iii) The section entitled “Payment and Adjustments to Death Benefit Amounts” is restated in its entirety as follows:

We will pay the Death Benefit Option in effect on the Insured’s death. However, We will only do so if the Insured dies while this policy is In force. We will make payment as of the following time periods and with the following adjustments.

We adjust the benefit for any policy transactions You initiated that occur beyond the date of death.

After We receive the death claim in Good Order and We determine the Policy Liquidation Value, We will pay the death benefit in a single sum. We may instead apply the sum toward a settlement option if We receive such a request from You in Good Order. We will pay this death benefit within seven days after the date We receive the death claim in Good Order (and all other requirements necessary for Us to make payment). The death benefit amount that We will pay shall be adjusted by:

- Subtracting any Policy Debt; and
- Adding any Monthly Charge in excess of the Separate Account Administrative Charge (if any) that applies to a period beyond the date of death; and
- Subtracting any unpaid Monthly Charges to the date of death.

We may delay processing the portion of the death benefit derived from Variable Account Value for up to 90 days. We may extend this delay during any period that:

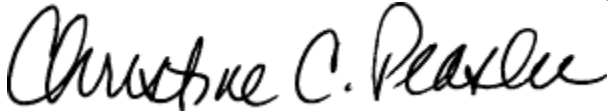
- Our Home Office is closed, the investment managers are not able to provide us with fund values, or the investment managers are not able to execute our purchase and sales instructions;
- The New York Stock Exchange (or its successor) is closed, except for normal weekend or holiday closings, or trading is restricted; or
- The Securities and Exchange Commission (or its successor) determines that a state of emergency exists.

- (iv) The section entitled “Interest on Death Benefit” is restated in its entirety as follows:

We will add interest on the death benefit as may be required under applicable state law.

The amount of interest will be the same as would be paid under Option 3 of the payment options for that period of time but not less than that required by law. See Part 6 for a description of Option 3.

Massachusetts Mutual Life Insurance Company


Secretary

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Supporting Document Schedules

	Item Status:	Status
		Date:
Satisfied - Item:	Statement of Variability	
Comments:		
Attachment:		
Endorsement Stmtvar.pdf		

Statement of Variability

The following summarizes the bracketed material shown in the Endorsement. We certify that this material will always meet the minimum requirements of your state.

Endorsement SL14END2-2011

The secretary name may change in the future.